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San Francisco, CA 94111
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Facsimile: (415) 283-4804

6 | Attorneys for Plaintiff,
BERENICE BRACKETT

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

12 BERENICE BRACKETT,) Case No. CV 08-02100-WHA
13 Plaintiff,)
14 vs.)
15 HILTON HOTELS CORPORATION, a) DECLARATION OF MARC N.
Delaware Corporation, HILTON) BERNSTEIN IN OPPOSITION TO
SUPPLY MANAGEMENT, INC., a) DEFENDANTS' MOTION TO DISMISS
Delaware Corporation, KEVIN A.) OR TRANSFER
16 BARRY, an individual, KEVIN BARRY)
FINE ART ASSOCIATES, a California)
Corporation, JOHN or JANE DOES 1-)
100, individuals of presently unknown)
identity, and ABC CORPORATIONS 1-)
300, corporations of presently unknown)
identity,)
21 Defendants.)
22)
Hearing: June 19, 2008
Time: 8:00 a.m.
Courtroom: 9
Judge: Hon. William H. Alsup

1 I, Marc N. Bernstein, declare:

2 1. I am an attorney at The Bernstein Law Group, P.C., counsel of record
3 for the plaintiff, Berenice (Brennie) Brackett.

4 2. I have personal knowledge of the facts in this declaration. If called as a
5 witness I could and would testify to them.

6 3. Attached to this declaration as Exhibit A are true and correct copies of
7 printouts from the California Secretary of State's business portal Web page, showing
8 the corporate registration records of Kevin Barry Fine Art Associates, Hilton Hotels
9 Corporation, and Hilton Supply Management, Inc.

10 4. Attached to this declaration as Exhibit B is a true and correct copy of a
11 printout from the Hilton Hotels Corporation website, from the URL
12 <http://phx.corporate-ir.net/phoenix.zhtml?c=88577&p=irol-irhome_pf>. It gives a
13 corporate overview and also shows Hilton's "family" of wholly-owned hotel brands,
14 including Homewood Suites.

15 5. Attached to this declaration as Exhibit C is a true and correct copy of a
16 printout from the Hilton Hotels website showing the location of numerous Northern
17 California hotels in the Hilton "family," including Hilton, Doubletree, Embassy
18 Suites, Hampton Inn & Suites, Hampton Inn, Homewood Suites, and Hilton Garden
19 Inn. On this exhibit boxes are drawn around the fifty-plus hotels that are within the
20 Northern District of California.

21 6. Attached to this declaration as Exhibit D are true and correct copies of
22 printouts from the Hilton Hotels website of selected "brochures" of the features
23 available at individual Northern District Hilton hotels, such as the Hilton San
24 Francisco, the Hilton San Jose, and so on. These brochures show the amenities
25 available at the featured hotel.

7. Attached to this declaration as Exhibit E are true and correct copies of printouts of a sequence of five Web pages from the Hilton Hotels website, <www.hiltonfranchise.com>. For the first four pages, the link on the page that was selected to reach the next page has highlighted by our office with a black rectangle. These pages, particularly the final page, show that defendant Hilton Supply Management, Inc. is the supply arm for Hilton's franchisees.

I declare that the above is true under penalty of perjury under the laws of the State of California.

DATED: May 28, 2008

Warren P. Benson

Marc N. Bernstein

Exhibit A

California Business Portal

Secretary of State DEBRA BOWEN

DISCLAIMER: The information displayed here is current as of MAY 23, 2008 and is updated weekly. It is not a complete or certified record of the Corporation.

Corporation		
KEVIN BARRY FINE ART ASSOCIATES		
Number: C1786387	Date Filed: 6/27/1996	Status: active
Jurisdiction: California		
Address		
8210 MELROSE AVE		
LOS ANGELES, CA 90046		
Agent for Service of Process		
KEVIN A BARRY		
5951 RUSTLING OAKS DR		
AGOURA, CA 91301		

Blank fields indicate the information is not contained in the computer file.

If the status of the corporation is "Surrender", the agent for service of process is automatically revoked. Please refer to California Corporations Code Section 2114 for information relating to service upon corporations that have surrendered.

California Business Portal

Secretary of State DEBRA BOWEN

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Corporation		
HILTON HOTELS CORPORATION		
Number: C0206310	Date Filed: 6/1/1946	Status: active
Jurisdiction: DELAWARE		
Address		
9336 CIVIC CENTER DR		
BEVERLY HILLS, CA 90210		
Agent for Service of Process		
CORPORATION SERVICE COMPANY WHICH WILL DO BUSINESS IN CALIFORNIA AS CSC - LAWYERS INCORPORATING SERVICE		
2730 GATEWAY OAKS DR STE 100		
SACRAMENTO, CA 95833		

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If the status of the corporation is "Surrender", the agent for service of process is automatically revoked.
Please refer to California Corporations Code Section 2114 for information relating to service upon corporations that have surrendered.

California Business Portal

Secretary of State DEBRA BOWEN

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Corporation		
HILTON SUPPLY MANAGEMENT, INC.		
Number: C0538308	Date Filed: 1/2/1968	Status: surrender
Jurisdiction: DELAWARE		
Address		
9336 CIVIC CENTER DR		
BEVERLY HILLS, CA 90210		
Agent for Service of Process		
CORPORATION SERVICE COMPANY WHICH WILL DO BUSINESS IN CALIFORNIA AS CSC - LAWYERS INCORPORATING SERVICE		
2730 GATEWAY OAKS DR STE 100		
SACRAMENTO, CA 95833		

Blank fields indicate the information is not contained in the computer file.

If the status of the corporation is "Surrender", the agent for service of process is automatically revoked.
Please refer to California Corporations Code Section 2114 for information relating to service upon corporations that have surrendered.

Exhibit B



Corporate Overview

Profile

Hilton Hotels Corporation is the leading global hospitality company, with more than 2,800 hotels and 480,000 rooms in 76 countries and territories, including 100,000 team members worldwide.

The company owns, manages or franchises a hotel portfolio of some of the best known and highly regarded brands, including Hilton®, Conrad®, Doubletree®, Embassy Suites Hotels®, Hampton Inn®, Hampton Inn & Suites®, Hilton Garden Inn®, Hilton Grand Vacations™, Homewood Suites by Hilton® and The Waldorf=Astoria Collection®.

The Hilton Family of Hotels adheres to founder Conrad Hilton's philosophy that, "It has been, and continues to be, our responsibility to fill the earth with the light and warmth of hospitality." The company put a name to its unique brand of service that has made it the best known and most highly regarded hotel company: **be hospitable®**. The philosophy is shared by all brands in the Hilton Family of Hotels, and is the inspiration for its overarching message of kindness and generosity.

For more information about our company, please visit www.hiltonworldwide.com, and to learn more about our **be hospitable** philosophy, please visit www.behospitable.com.

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11/21/07	Hilton Announces Agreement to Issue Unsecured Notes	
10/24/07	Hilton Closes Merger With Blackstone Investment Funds	
10/22/07	Hilton Announces U.S. Dollar Price for Its Tender Offer and Related Consent Solicitation for Its 7.430% Chilean Inflation-Indexed (UF) Notes Due 2009	

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Hilton Investor Relations Department

Phone: 310-205-4012
E-mail: shareholder@hilton.com

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Exhibit C

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Search Results**Change Your Search****Location**City: Search Within:
 40 mi kmState/Province: CaliforniaCountry: United States**Brand**

- Conrad Hotels
- Doubletree
- Embassy Suites Hotels
- Hampton Hotels
- Hilton Garden Inn
- Hilton Hotels
- Homewood Suites by Hilton
- Waldorf-Astoria Collection
- All Hilton Family Hotels

**Dates
(optional)**Check-in
 Day Month Check-out
 Day Month

Flexible Travel Dates?

[Search Again >](#)**Search Results**[Print](#) [Help](#)**The following locations matched your request.**Sort by: Show:

Page: 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23

[Select up to 4 hotels](#)[Compare Selected Hotels](#)**Doubletree**[Doubletree Guest Suites Anaheim
Resort/Convention Center](#) Compare Hotel2085 S. Harbor Blvd
Anaheim, California, USA, 92802
1-714-750-3000 Add to Favorite Hotels[View Rates >](#)**Doubletree Hotel Bakersfield** Compare Hotel3100 Camino Del Rio Court
Bakersfield, California, USA, 93308
1-661-323-7111 Add to Favorite Hotels[View Rates >](#)[More Search Options >](#) Compare Hotel[View Rates >](#)

 [Doubletree Hotel San Francisco Airport](#)


835 Airport Blvd.
Burlingame, California, USA, 94010-9949
1-650-344-5500

 Add to Favorite Hotels



Compare Hotel [View Rates >](#)

 Compare Hotel[View Rates >](#)

 [Doubletree Hotel Carson Civic Plaza](#)


2 Civic Plaza Drive
Carson, California, USA, 90745
1-310-830-9200

 Add to Favorite Hotels



Compare Hotel [View Rates >](#)

 Compare Hotel[View Rates >](#)

 [Doubletree Hotel Claremont](#)


555 West Foothill Blvd
Claremont, California, USA, 91711
1-909-626-2411

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Compare Hotel [View Rates >](#)

 Compare Hotel[View Rates >](#)

 [Doubletree Hotel Los Angeles/Commerce](#)


5757 Telegraph Road
Commerce, California, USA, 90040
1-323-887-8100

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Compare Hotel [View Rates >](#)

 Compare Hotel[View Rates >](#)

 [Doubletree Guest Suites Doheny Beach](#)


34402 Pacific Coast Highway
Dana Point, California, USA, 92629
1-949-661-1100

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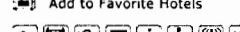
Compare Hotel [View Rates >](#)

 Compare Hotel[View Rates >](#)

 [Doubletree Hotel Los Angeles International Airport](#)


1985 East Grand Ave.
El Segundo, California, USA, 90245-5015
1-310-322-0999

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Compare Hotel [View Rates >](#)

 Compare Hotel[View Rates >](#)

 [Doubletree Hotel Irvine-Spectrum](#)


90 Pacifica Avenue
Irvine, California, USA, 92618
1-949-471-8888

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Search Results**Change Your Search****Location**

City:

Search Within:
 mi km

State/Province:
 California

Country:
 United States

Brand

- Conrad Hotels
- Doubletree
- Embassy Suites Hotels
- Hampton Hotels
- Hilton Garden Inn
- Hilton Hotels
- Homewood Suites by Hilton
- Waldorf=Astoria Collection
- All Hilton Family Hotels

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Select up to 4 hotels

Compare Selected Hotels

Doubletree**Doubletree Club Livermore**

720 Las Flores Road
Livermore, California, USA, 94551
1-925-443-4950

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Compare Hotel

View Rates

Dates (optional)**Check-in****Check-out**

Flexible Travel Dates?

[More Search Options](#)

Doubletree Hotel Modesto

1150 Ninth Street
Modesto, California, USA, 95354
1-209-526-6000

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Compare Hotel

View Rates

 Doubletree Hotel Ontario Airport

Compare Hotel



222 North Vineyard Ave
Ontario, California, USA, 91764-4431
1-909-937-0900

 Add to Favorite Hotels





 Doubletree Hotel Anaheim/Orange County

Compare Hotel



100 The City Drive
Orange, California, USA, 92868-3204
1-714-634-4500

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 Doubletree Hotel Sonoma Wine Country

Compare Hotel



One Doubletree Drive
Rohnert Park, California, USA, 94928
1-707-584-5466

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 Doubletree Hotel Los Angeles/Rosemead

Compare Hotel



888 Montebello Boulevard
Rosemead, California, USA, 91770
1-323-722-8800

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 Doubletree Hotel Sacramento

Compare Hotel



2001 Point West Way
Sacramento, California, USA, 95815
1-916-929-8855

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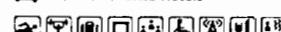
 Doubletree Club Hotel San Diego

Compare Hotel



1515 Hotel Circle South
San Diego, California, USA, 92108
1-619-881-6900

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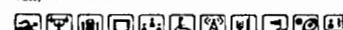
 Doubletree Golf Resort San Diego

Compare Hotel



14455 Penasquitos Dr.
San Diego, California, USA, 92129-1603
1-858-672-9100

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 [Doubletree Hotel San Jose](#)


2050 Gateway Place
San Jose, California, USA, 95110
1-408-453-4000

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 [Doubletree Hotel San Pedro](#)


2800 Via Cabrillo Marina
San Pedro, California, USA, 90731
1-310-514 3344

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 [Doubletree Club Orange County Airport](#)


7 Hutton Centre Drive
Santa Ana, California, USA, 92707-5794
1-714-751-2400

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[Compare Hotel](#)



 [Doubletree Hotel Santa Ana/Orange County Airport](#)


201 East MacArthur Boulevard
Santa Ana, California, USA, 92707
1-714-825-3333

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 [Fess Parkers Doubletree Resort Santa Barbara](#)


633 East Cabrillo Boulevard
Santa Barbara, California, USA, 93103
1-805-564-4333

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[Compare Hotel](#)



 [Doubletree Guest Suites Santa Monica](#)


1707 Fourth Street
Santa Monica, California, USA, 90401-3310
1-310-395-3332

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[Compare Hotel](#)



 [Doubletree Hotel Torrance/South Bay](#)


21333 Hawthorne Boulevard
Torrance, California, USA, 90503
1-310-540-0500

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[Compare Hotel](#)



[Embassy Suites San Francisco Airport - Burlingame](#)

150 Anza Blvd
Burlingame, California, USA, 94010
1-650-342-4600

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[Embassy Suites Los Angeles - Downey](#)

8425 Firestone Blvd.
Downey, California, USA, 90241
1-562-861-1900

[Add to Favorite Hotels](#)

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[Embassy Suites Los Angeles - International Airport/South](#)

1440 E. Imperial Ave
El Segundo, California, USA, 90245
1-310-640-3600

[Add to Favorite Hotels](#)

[Compare Hotel](#) [View Rates >](#)

[Embassy Suites Anaheim - South](#)

11767 Harbor Boulevard
Garden Grove, California, USA, 92840
1-714-539-3300

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[Embassy Suites Los Angeles - Glendale](#)

800 N Central Avenue
Glendale, California, USA, 91203
1-818-550-0828

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[Embassy Suites Irvine - Orange County Airport](#)

2120 Main Street
Irvine, California, USA, 92614
1-949-553-6332

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[Embassy Suites La Quinta - Hotel & Spa](#)

50-777 Santa Rosa Plaza
La Quinta, California, USA, 92253
1-760-777-1711

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City: Search Within:
 40 mi kmState/Province:
 CaliforniaCountry:
 United States

Brand

- Conrad Hotels
- Doubletree
- Embassy Suites Hotels
- Hampton Hotels
- Hilton Garden Inn
- Hilton Hotels
- Homewood Suites by Hilton
- Waldorf=Astoria Collection
- All Hilton Family Hotels

Dates
(optional)Check-in
 Day Month Check-out
 Day Month

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Embassy Suites Hotels

 [Embassy Suites Lompoc - Central Coast](#) [Compare Hotel](#)

1117 North H. Street
Lompoc, California, USA, 93436
1-805-735-8311

[Add to Favorite Hotels](#)[View Rates ▶](#) [Embassy Suites Los Angeles - International Airport/North](#) [Compare Hotel](#)

9801 Airport Blvd
Los Angeles, California, USA, 90045
1-310-215-1000

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901 E. Calaveras Boulevard
Milpitas, California, USA, 95035
1-408-942-0400

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 [Embassy Suites Napa Valley](#)

1075 California Blvd
Napa, California, USA, 94559
1-707-253-9540

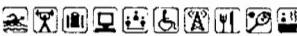
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 [Embassy Suites Mandalay Beach - Hotel & Resort](#)

2101 Mandalay Beach Rd
Oxnard, California, USA, 93035
1-805-984-2500

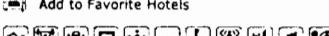
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 [Embassy Suites Palm Desert](#)

74-700 Highway 111
Palm Desert, California, USA, 92260
1-760-340-6600

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 Compare Hotel

 [Embassy Suites Sacramento - Riverfront Promenade](#)

100 Capitol Mall
Sacramento, California, USA, 95814
1-916-326-5000

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 Compare Hotel

 [Embassy Suites San Diego - La Jolla](#)

4550 La Jolla Village Drive
San Diego, California, USA, 92122
1-858-453-0400

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 Compare Hotel

 [Embassy Suites San Diego Bay - Downtown](#)

601 Pacific Highway
San Diego, California, USA, 92101
1-619-239-2400

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 Compare Hotel

 [Embassy Suites San Luis Obispo](#)

333 Madonna Road
San Luis Obispo, California, USA, 93405
1-805-549-0800

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City:

Search Within:
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State/Province:
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Country:
 United States

Brand

- Conrad Hotels
- Doubletree
- Embassy Suites Hotels
- Hampton Hotels
- Hilton Garden Inn
- Hilton Hotels
- Homewood Suites by Hilton
- Waldorf=Astoria Collection
- All Hilton Family Hotels

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Page: 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23

[Select up to 4 hotels](#) [Compare Selected Hotels](#)**Embassy Suites Hotels****Embassy Suites San Rafael - Marin County**

101 McInnis Parkway
San Rafael, California, USA, 94903
1-415-499-9222

 [Compare Hotel](#)**View Rates >****Embassy Suites Santa Ana - Orange County Airport North**

1325 East Dyer Road
Santa Ana, California, USA, 92705
1-714-241-3800

 [Compare Hotel](#)**View Rates >****Dates (optional)**

Check-In

Check-out

[Flexible Travel Dates?](#)**Search Again >**[More Search Options >](#)**Embassy Suites Santa Clara - Silicon Valley**

2885 Lakeside Drive
Santa Clara, California, USA, 95054
1-408-496-6400

 [Compare Hotel](#)**View Rates >**

[Embassy Suites Monterey Bay - Seaside](#) Compare Hotel

1441 Canyon Del Rey
Seaside, California, USA, 93955
1-831-393-1115

[Add to Favorite Hotels](#)[View Rates](#)[Embassy Suites Lake Tahoe - Hotel & Ski Resort](#) Compare Hotel

4130 Lake Tahoe Boulevard
South Lake Tahoe, California, USA, 96150
1-530-544-5400

[Add to Favorite Hotels](#)[View Rates](#)[Embassy Suites San Francisco Airport - South San Francisco](#) Compare Hotel

250 Gateway Boulevard
South San Francisco, California, USA, 94080
1-650-589-3400

[Add to Favorite Hotels](#)[View Rates](#)[Embassy Suites Temecula Valley Wine Country](#) Compare Hotel

29345 Rancho California Rd
Temecula, California, USA, 92591
1-951-676-5656

[Add to Favorite Hotels](#)[View Rates](#)[Embassy Suites Valencia](#) Compare Hotel

28508 Westinghouse Place
Valencia, California, USA, 91355
1-661-257-3111

[Add to Favorite Hotels](#)[View Rates](#)[Embassy Suites Walnut Creek](#) Compare Hotel

1345 Treat Blvd
Walnut Creek, California, USA, 94597
1-925-934-2500

[Add to Favorite Hotels](#)[View Rates](#)**Hilton Hotels**[Hilton Anaheim](#) Compare Hotel

777 Convention Way
Anaheim, California, USA, 92802
1-714-750-4321

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- Conrad Hotels
- Doubletree
- Embassy Suites Hotels
- Hampton Hotels
- Hilton Garden Inn
- Hilton Hotels
- Homewood Suites by Hilton
- Waldorf=Astoria Collection
- All Hilton Family Hotels

Dates (optional)

Check-in
 Day Month
 Check-out
 Day Month
 Flexible Travel Dates?

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9876 Wilshire Boulevard
 Beverly Hills, California, USA, 90210
 1-310-274-7777

[Compare Hotel](#)[Add to Favorite Hotels](#)[View Rates >](#)[Hilton Concord](#)

1970 Diamond Blvd
 Concord, California, USA, 94520-5718
 1-925-827-2000

[Compare Hotel](#)[Add to Favorite Hotels](#)[View Rates >](#)[More Search Options >>](#)[Hilton Orange County/Costa Mesa](#)

3050 Bristol Street
 Costa Mesa, California, USA, 92626
 1-714-540-7000

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Hilton Los Angeles Airport Compare Hotel

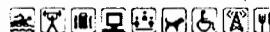
5711 West Century Boulevard
Los Angeles, California, USA, 90045
1-310-410-4000

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39900 Balentine Drive
Newark, California, USA, 94560-0564
1-510-490-8390

 Add to Favorite Hotels View Rates >**Hilton Oakland Airport** Compare Hotel

One Hegenberger Road
Oakland, California, USA, 94621
1-510-635-5000

 Add to Favorite Hotels View Rates >**Hilton Ontario Airport** Compare Hotel

700 North Haven Avenue
Ontario, California, USA, 91764-4902
1-909-980-0400

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400 N. State College Blvd.
Orange, California, USA, 92868
1-714-938-1111

 Add to Favorite Hotels View Rates >**Hilton Palm Springs** Compare Hotel

400 East Tahquitz Canyon Way
Palm Springs, California, USA, 92262-6605
1-760-320-6868

 Add to Favorite Hotels View Rates >**Hilton Pasadena** Compare Hotel

168 South Los Robles Avenue
Pasadena, California, USA, 91101
1-626-577-1000

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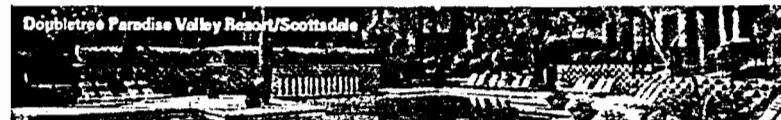
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City:

Search Within: 40 mi km

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Country: United States

Brand

- Conrad Hotels
- Doubletree
- Embassy Suites Hotels
- Hampton Hotels
- Hilton Garden Inn
- Hilton Hotels
- Homewood Suites by Hilton
- Waldorf=Astoria Collection
- All Hilton Family Hotels

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Hilton Hotels**Hilton Pleasanton at The Club**

7050 Johnson Dr
Pleasanton, California, USA, 94588-3396
1-925-463-8000

Compare Hotel

View Rates

Hilton Sacramento Arden West

2200 Harvard Street
Sacramento, California, USA, 95815-3306
1-916-922-4700

Compare Hotel

View Rates

Hilton San Bernardino

285 East Hospitality Lane
San Bernardino, California, USA, 92408-3411
1-909-889-0133

Compare Hotel

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[Hilton San Diego Airport/Harbor Island](#) Compare Hotel

1960 Harbor Island Drive
San Diego, California, USA, 92101
1-619-291-6700

[Add to Favorite Hotels](#)[View Rates](#)[Hilton San Diego Bayfront](#) Compare Hotel

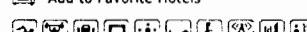
One Park Boulevard
San Diego, California, USA, 92101
1-619-270-2600

[Add to Favorite Hotels](#)[View Rates](#)[Hilton San Diego Gaslamp Quarter](#) Compare Hotel

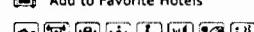
401 K Street
San Diego, California, USA, 92101
1-619-231-4040

[Add to Favorite Hotels](#)[View Rates](#)[Hilton San Diego Mission Valley](#) Compare Hotel

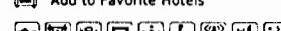
901 Camino del Rio South
San Diego, California, USA, 92108
1-619-543-9000

[Add to Favorite Hotels](#)[View Rates](#)[Hilton San Diego Resort](#) Compare Hotel

1775 East Mission Bay Drive
San Diego, California, USA, 92109
1-619-276-4010

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333 O'Farrell Street
San Francisco, California, USA, 94102
1-415-771-1400

[Add to Favorite Hotels](#)[View Rates](#)[Hilton San Francisco Financial District](#) Compare Hotel

750 Kearny Street
San Francisco, California, USA, 94108
1-415-433-6600

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Location

City: Search Within: 40 mi kmState/Province: CaliforniaCountry: United States

Brand

- Conrad Hotels
- Doubletree
- Embassy Suites Hotels
- Hampton Hotels
- Hilton Garden Inn
- Hilton Hotels
- Homewood Suites by Hilton
- Waldorf=Astoria Collection
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[Select up to 4 hotels](#) Compare Selected Hotels

Hilton Hotels

Hilton San Francisco Fisherman's Wharf

2620 Jones Street
San Francisco, California, USA, 94133
1-415-885-4700

 Compare Hotel[View Rates](#)**Hilton Los Angeles/San Gabriel**

225 West Valley Blvd
San Gabriel, California, USA, 91776
1-626-270 2700

 Compare Hotel[View Rates](#)

Dates (optional)

Check-In

 Day Month Year

Check-out

 Day Month Year

Flexible Travel Dates?

[Search Again](#)[More Search Options](#)**Hilton San Jose**

300 Almaden Boulevard
San Jose, California, USA, 95110
1-408-287-2100

 Compare Hotel[View Rates](#)

 [Hilton Santa Clara](#)



4949 Great America Parkway
Santa Clara, California, USA, 95054
1-408-330-0001

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 [Hilton Santa Cruz/Scotts Valley](#)



6001 La Madrona Drive
Santa Cruz, California, USA, 95060
1-831-440-1000

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 [Hilton Sonoma Wine Country](#)



3555 Round Barn Blvd.
Santa Rosa, California, USA, 95403
1-707-523-7555

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 [Hilton Stockton](#)

2323 Grand Canal Boulevard
Stockton, California, USA, 95207
1-209-957-9090

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 [Hilton Los Angeles/Universal City](#)



555 Universal Hollywood Drive
Universal City, California, USA, 91608-1001
1-818-506-2500

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 Compare Hotel[View Rates](#)

 [Hilton Woodland Hills](#)



6360 Canoga Avenue
Woodland Hills, California, USA, 91367
1-818-595-1000

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Hampton Hotels

[Hampton Inn & Suites Agoura Hills](#)



30255 Agoura Road
Agoura Hills, California, USA, 91301
1-818-597-0333

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Search Results



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Location

City: Search Within:
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 CaliforniaCountry:
 United States

Brand

- Conrad Hotels
- Doubletree
- Embassy Suites Hotels
- Hampton Hotels
- Hilton Garden Inn
- Hilton Hotels
- Homewood Suites by Hilton
- Waldorf=Astoria Collection
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Hampton Hotels

Hampton Inn & Suites Oakland Airport-Alameda Compare Hotel1700 Harbor Bay Parkway
Alameda, California, USA, 94614
1-510-521-4500 Add to Favorite Hotels**Hampton Inn Los Angeles/Arcadia/Pasadena** Compare Hotel311 East Huntington Drive
Arcadia, California, USA, 91006
1-626-574-5600 Add to Favorite Hotels

Dates (optional)

Check-in Day Month Check-out Day Month

Flexible Travel Dates?

[More Search Options](#)**Hampton Inn & Suites Bakersfield North-Airport** Compare Hotel8818 Spectrum Park Way
Bakersfield, California, USA, 93308
1-661-391-0600 Add to Favorite Hotels

Hampton Inn Bakersfield-Airport

1017 Oak Street
Bakersfield, California, USA, 93304
1-661-633-0333

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Compare Hotel

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Hampton Inn & Suites Banning-Beaumont

6071 Joshua Palmer Way
Banning, California, USA, 92220
1-951-922-1000

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Compare Hotel

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Hampton Inn & Suites Barstow

2710 Lenwood Road
Barstow, California, USA, 92311
1-760-253-2600

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Compare Hotel

[View Rates >](#)

Hampton Inn Blythe

900 West Hobson Way
Blythe, California, USA, 92225
1-760-922-9000

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Compare Hotel

[View Rates >](#)

Hampton Inn & Suites LA Buena Park-Disney-Anaheim Area, CA

7828 E Orangethorpe Ave.
Buena Park, California, USA, 90621
1-714-670-7200

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Compare Hotel

[View Rates >](#)

Hampton Inn & Suites San Francisco-Burlingame-Airport South

1755 Bayshore Highway
Burlingame, California, USA, 94010
1-650-697-5736

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Compare Hotel

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Hampton Inn & Suites Camarillo

50 West Dally Drive
Camarillo, California, USA, 93010
1-805-389-9898

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[View Rates >](#)

Hampton Inn & Suites Colton/San Bernardino, CA Compare Hotel

250 N 9th Street
Colton, California, USA, 92324
1-909-370-2424

 Add to Favorite Hotels**View Rates ▾****Hampton Inn & Suites Crescent Cty** Compare Hotel

100 A Street
Crescent City, California, USA, 95531
1-707-465-5400

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10900 Yamaha Way
Cypress, California, USA, 90630
1-714-527-2900

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2700 Junipero Serra Blvd.
Daly City, California, USA, 94015
1-650-755-7500

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2305 Longport Court
Elk Grove, California, USA, 95758
1-916-683-9545

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27102 Towne Centre Drive
Foothill Ranch, California, USA, 92610
1-949-597-8700

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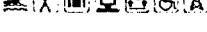
46500 Landing Parkway
Fremont, California, USA, 94538
1-510-498-1900

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 [Hampton Inn Oakland-Hayward, CA](#)

 24137 Mission Boulevard
Hayward, California, USA, 94544
1-510-247-1555

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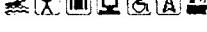


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 [Hampton Inn & Suites Hemet, CA](#)

 3700 West Florida Avenue
Hemet, California, USA, 92545
1-951-929-7373

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 [Hampton Inn & Suites Hermosa Beach](#)

 1530 Pacific Coast Highway
Hermosa Beach, California, USA, 90254
1-310-318-7800

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 [Hampton Inn Los Angeles-International Airport](#)

 10300 La Cienega Boulevard
Inglewood, California, USA, 90304
1-310-846-3200

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 [Hampton Inn & Suites Lathrop, CA](#)

 103 E. Louise Avenue
Lathrop, California, USA, 95330
1-209-982-5070

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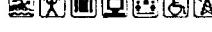


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 [Hampton Inn Livermore](#)

 2850 Constitution Drive
Livermore, California, USA, 94551
1-925-606-6400

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 [Hampton Inn & Suites Lodi](#)

 1337 South Beckman Road
Lodi, California, USA, 95240
1-209-369-6700

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Hampton Inn Milpitas

 215 Barber Ct.
Milpitas, California, USA, 95035
1-408-428-9090

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Compare Hotel

View Rates >

Hampton Inn & Suites Mountain View, CA

 390 Moffett Blvd.
Mountain View, California, USA, 94043
1-650-988-0300

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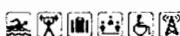
Compare Hotel

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Hampton Inn Norco

 1530 Hamner Avenue
Norco, California, USA, 92860
1-951-279-1111

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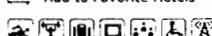
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Hampton Inn & Suites Ontario, CA

 4500 East Mills Circle
Ontario, California, USA, 91764
1-909-980-9888

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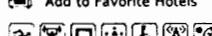
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Hampton Inn Channel Islands Harbor

 3231 Peninsula Road
Oxnard, California, USA, 93035
1-805-985-1100

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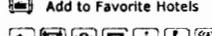
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Hampton Inn & Suites Palm Desert, CA

 74-900 Gerald Ford Drive
Palm Desert, California, USA, 92211
1-760-340-1001

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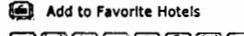
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Hampton Inn & Suites Palmdale, CA

 39428 Trade Center Drive
Palmdale, California, USA, 93551
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- Embassy Suites Hotels
- Hampton Hotels
- Hilton Garden Inn
- Hilton Hotels
- Homewood Suites by Hilton
- Waldorf=Astoria Collection
- All Hilton Family Hotels

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 Day Month Year

Check-out
 Day Month Year

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[Select up to 4 hotels](#)[Compare Selected Hotels](#)**Hampton Hotels****Hampton Inn & Suites Paso Robles, CA** Compare Hotel

212 Alexa Court
Paso Robles, California, USA, 93446
1-805-226-9988

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1201 California Avenue
Pittsburg, California, USA, 94565
1-925-473-1300

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10755 Gold Center Dr.
Rancho Cordova, California, USA, 95670
1-916-638-4800

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 [Hampton Inn & Suites Red Bluff, CA](#) Compare Hotel

520 Adobe Road
Red Bluff, California, USA, 96080
1-530-529-9916

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2160 Larkspur Lane
Redding, California, USA, 96002
1-530-224-1001

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6248 Redwood Drive
Rohnert Park, California, USA, 94928
1-707-586-8700

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110 North Sunrise Avenue
Roseville, California, USA, 95661
1-916-772-9900

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3021 Advantage Way
Sacramento, California, USA, 95834
1-916-928-5700

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2230 Auburn Blvd
Sacramento, California, USA, 95821
1-916-927-2222

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4921 Sisk Rd.
Salida, California, USA, 95368
1-209-543-3650

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[Hampton Inn San Diego-Sea World/Airport Area](#) Compare Hotel

3888 Greenwood St.
San Diego, California, USA, 92110
1-619-299-6633

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11920 El Camino Real
San Diego, California, USA, 92130
1-858-792-5557

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55 Old Tully Road
San Jose, California, USA, 95111
1-408-298-7373

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123 East Carmel Street
San Marcos, California, USA, 92078
1-760-736-9249

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2720 Hotel Terrace Drive
Santa Ana, California, USA, 92705
1-714-556-3838

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25259 The Old Road
Santa Clarita, California, USA, 91381
1-661-253-2400

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1505 Ocean Street
Santa Cruz, California, USA, 95060
1-831-457-8000

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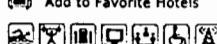
- Conrad Hotels
- Doubletree
- Embassy Suites Hotels
- Hampton Hotels
- Hilton Garden Inn
- Hilton Hotels
- Homewood Suites by Hilton
- Waldorf=Astoria Collection
- All Hilton Family Hotels

Dates (optional)**Check-in** Day Month Year**Check-out** Day Month Year

Flexible Travel Dates?

Search Results Print Help**The following locations matched your request.**Sort by: Brand Show: All Hotels

Page: 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23

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Seal Beach, California, USA, 90740
1-562-594-3939 Add to Favorite Hotels**Hampton Inn & Suites Los Angeles - Van Nuys** Compare Hotel5638 Sepulveda Blvd.
Sherman Oaks, California, USA, 91411
1-818-785-2211 Add to Favorite Hotels[More Search Options](#)**Hampton Inn San Francisco-Airport** Compare Hotel300 Gateway Boulevard
South San Francisco, California, USA, 94080
1-650-876-0200 Add to Favorite Hotels

Hampton Inn & Suites Stockton

5045 Kingsley Rd
Stockton, California, USA, 95215
1-209-946-1234

 Compare Hotel Add to Favorite Hotels View Rates**Hampton Inn & Suites Temecula, CA**

28190 Jefferson Avenue
Temecula, California, USA, 92590
1-951-506-2331

 Compare Hotel Add to Favorite Hotels View Rates**Hampton Inn Tracy**

2400 Naglee Road
Tracy, California, USA, 95376
1-209-833-0483

 Compare Hotel Add to Favorite Hotels View Rates**Hampton Inn & Suites Tahoe-Truckee, CA**

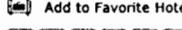
11951 State Highway 267
Truckee, California, USA, 96161
1-530-587-1197

 Compare Hotel Add to Favorite Hotels View Rates**Hampton Inn & Suites Tulare**

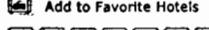
1100 North Cherry Street
Tulare, California, USA, 93274
1-559-366-1000

 Compare Hotel Add to Favorite Hotels View Rates**Hampton Inn Ukiah**

1160 Airport Park Blvd.
Ukiah, California, USA, 95482
1-707-462-6555

 Compare Hotel Add to Favorite Hotels View Rates**Hampton Inn & Suites Vacaville-Napa Valley, CA**

800 Mason Street
Vacaville, California, USA, 95688
1-707-469-6200

 Compare Hotel Add to Favorite Hotels View Rates

Homewood Suites by Hilton [Homewood Suites by Hilton® Agoura Hills](#) Compare Hotel

28901 Canwood Street
Agoura Hills, California, USA, 91301
1-818-865-1000

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View Rates >

[Homewood Suites by Hilton® Bakersfield](#) Compare Hotel

1505 Mill Rock Way
Bakersfield, California, USA, 93311
1-661-664-0400

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[Homewood Suites by Hilton® SFO Airport North](#) Compare Hotel

2000 Shoreline Court
Brisbane, California, USA, 94005
1-650-589-1600

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[Homewood Suites by Hilton® Carlsbad-North San Diego County](#) Compare Hotel

2223 Palomar Airport Road
Carlsbad, California, USA, 92011
1-760-431-2266

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[Homewood Suites by Hilton® Fairfield-Napa Valley Area](#) Compare Hotel

4755 Business Center Drive
Fairfield, California, USA, 94534
1-707-863-0300

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[Homewood Suites by Hilton® Fresno](#) Compare Hotel

6820 N Fresno St.
Fresno, California, USA, 93710
1-559-440-0801

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[Homewood Suites by Hilton® Anaheim-Main Gate Area](#) Compare Hotel

12005 Harbor Boulevard
Garden Grove, California, USA, 92840
1-714-740-1800

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Search Results



Change Your Search

Location

City: Search Within:
40 mi kmState/Province:
CaliforniaCountry:
United States

Brand

- Conrad Hotels
- Doubletree
- Embassy Suites Hotels
- Hampton Hotels
- Hilton Garden Inn
- Hilton Hotels
- Homewood Suites by Hilton
- Waldorf=Astoria Collection
- All Hilton Family Hotels

Dates
(optional)Check-in
 Day Month
Check-out
 Day Month

Flexible Travel Dates?

[More Search Options](#) »

Search Results

The following locations matched your request.

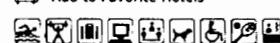
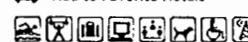
Sort by: Show:

Page: 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23

Select up to 4 hotels

 Compare Selected Hotels

Homewood Suites by Hilton

 [Homewood Suites by Hilton® La Quinta](#) Compare Hotel45-200 Washington Street
La Quinta, California, USA, 92253
1-760-391-4600 Add to Favorite Hotels Compare Hotel [Homewood Suites by Hilton® Newark-Fremont](#)39270 Cedar Blvd.
Newark, California, USA, 94560
1-510-791-7700 Add to Favorite Hotels Compare Hotel [Homewood Suites by Hilton® Oakland-Waterfront](#)1103 Embarcadero
Oakland, California, USA, 94606
1-510-663-2700 Add to Favorite Hotels

Homewood Suites by Hilton® Ontario-Rancho Cucamonga Compare Hotel

11433 Mission Vista Drive
Rancho Cucamonga, California, USA, 91730
1-909-481-6480

 Add to Favorite Hotels[View Rates](#)**Homewood Suites by Hilton® Sacramento-Roseville** Compare Hotel

401 Creekside Ridge Court
Roseville, California, USA, 95678
1-916-783-7455

 Add to Favorite Hotels[View Rates](#)**Homewood Suites by Hilton® San Diego Airport-Liberty Station** Compare Hotel

2576 Laning Road
San Diego, California, USA, 92106
1-619-222-0500

 Add to Favorite Hotels[View Rates](#)**Homewood Suites by Hilton® San Diego-Del Mar** Compare Hotel

11025 Vista Sorrento Parkway
San Diego, California, USA, 92130
1-858-523-0500

 Add to Favorite Hotels[View Rates](#)**Homewood Suites by Hilton® San Jose Airport-Silicon Valley** Compare Hotel

10 West Trimble Road
San Jose, California, USA, 95131
1-408-428-9900

 Add to Favorite Hotels[View Rates](#)**Hilton Garden Inn** **Hilton Garden Inn Arcadia/Pasadena Area** Compare Hotel

199 North Second Avenue
Arcadia, California, USA, 91006
1-626-574-6900

 Add to Favorite Hotels[View Rates](#) **Hilton Garden Inn Bakersfield** Compare Hotel

3625 Marriott Drive
Bakersfield, California, USA, 93308

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Search Results



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Location

City: Search Within:
 40 mi kmState/Province:
 CaliforniaCountry:
 United States

Search Results

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Sort by: Show:

Page: 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23

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Brand

- Conrad Hotels
- Doubletree
- Embassy Suites Hotel
- Hampton Hotels
- Hilton Garden Inn
- Hilton Hotels
- Homewood Suites by Hilton
- Waldorf=Astoria Collection
- All Hilton Family Hotels

Hilton Garden Inn

 [Hilton Garden Inn San Francisco Airport/Burlingame](#) [Compare Hotel](#)


765 Airport Boulevard
Burlingame, California, USA, 94010
1-650-347-7800

 [Add to Favorite Hotels](#)Dates
(optional)

Check-In

Check-out

Flexible Travel Dates?

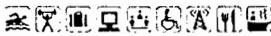
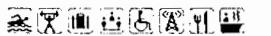
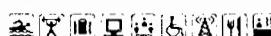
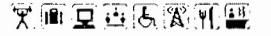
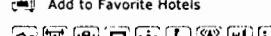
 [Hilton Garden Inn Calabasas](#) [Compare Hotel](#)


24150 Park Sorrento
Calabasas, California, USA, 91302
1-818-591-2300

 [Add to Favorite Hotels](#)[More Search Options](#) [Hilton Garden Inn Carlsbad Beach](#) [Compare Hotel](#)


6450 Carlsbad Boulevard
Carlsbad, California, USA, 92011
1-760-476-0800

 [Add to Favorite Hotels](#)

<p><input checked="" type="checkbox"/> Hilton Garden Inn Cupertino</p> <p> 10741 North Wolfe Road Cupertino, California, USA, 95014 1-408-777-8787</p> <p><input type="checkbox"/> Add to Favorite Hotels</p> <p></p>	<p><input type="checkbox"/> Compare Hotel</p> <p>View Rates ></p>
<p><input checked="" type="checkbox"/> Hilton Garden Inn LAX/EI Segundo</p> <p> 2100 East Mariposa Avenue El Segundo, California, USA, 90245 1-310-726-0100</p> <p><input type="checkbox"/> Add to Favorite Hotels</p> <p></p>	
<p><input checked="" type="checkbox"/> Hilton Garden Inn Sacramento Elk Grove</p> <p> 9241 Laguna Springs Drive Elk Grove, California, USA, 95758 1-916-691-1900</p> <p><input type="checkbox"/> Add to Favorite Hotels</p> <p></p>	
<p><input checked="" type="checkbox"/> Hilton Garden Inn San Francisco/Oakland Bay Bridge</p> <p> 1800 Powell Street Emeryville, California, USA, 94608 1-510-658-9300</p> <p><input type="checkbox"/> Add to Favorite Hotels</p> <p></p>	
<p><input checked="" type="checkbox"/> Hilton Garden Inn Fairfield</p> <p> 2200 Gateway Court Fairfield, California, USA, 94533 1-707-426-6900</p> <p><input type="checkbox"/> Add to Favorite Hotels</p> <p></p>	
<p><input checked="" type="checkbox"/> Hilton Garden Inn Folsom</p> <p> 221 Iron Point Road Folsom, California, USA, 95630 1-916-353-1717</p> <p><input type="checkbox"/> Add to Favorite Hotels</p> <p></p>	
<p><input checked="" type="checkbox"/> Hilton Garden Inn Irvine East/Lake Forest</p> <p> 27082 Towne Centre Drive Foothill Ranch, California, USA, 92610 1-949-859-4000</p> <p><input type="checkbox"/> Add to Favorite Hotels</p> <p></p>	

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Search Results**Change Your Search****Location**City: Search Within: mi kmState/Province: CaliforniaCountry: United States**Brand**

- Conrad Hotels
- Doubletree
- Embassy Suites Hotels
- Hampton Hotels
- Hilton Garden Inn
- Hilton Hotels
- Homewood Suites by Hilton
- Waldorf=Astoria Collection
- All Hilton Family Hotels

Dates (optional)

Check-in
 Day Month Year
 Check-out
 Day Month Year
 Flexible Travel Dates?

[Search Again >](#)[More Search Options >>](#)**Search Results**[Print](#) [Help](#)**The following locations matched your request.**

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[Select up to 4 hotels](#) Compare Selected Hotels**Hilton Garden Inn** [Hilton Garden Inn Anaheim/Garden Grove](#) [Compare Hotel](#)

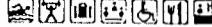
11777 Harbor Blvd
 Garden Grove, California, USA, 92840
 1-714-703-9100

[Add to Favorite Hotels](#)[View Rates >](#) [Hilton Garden Inn Gilroy](#) [Compare Hotel](#)

6070 Monterey Street
 Gilroy, California, USA, 95020
 1-408-840-7000

[Add to Favorite Hotels](#)[View Rates >](#) [Hilton Garden Inn Livermore](#) [Compare Hotel](#)

2801 Constitution Drive
 Livermore, California, USA, 94551
 1-925-292-2000

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[Hilton Garden Inn San Jose/Milpitas](#)

30 Ranch Drive
Milpitas, California, USA, 95035
1-408-719-1313

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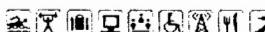


[Compare Hotel](#)

 [Hilton Garden Inn Montebello](#)

801 North Via San Clemente
Montebello, California, USA, 90640
1-323-724-5900

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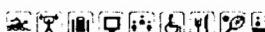


[Compare Hotel](#)

 [Hilton Garden Inn Monterey](#)

1000 Agujito Road
Monterey, California, USA, 93940
1-831-373-6141

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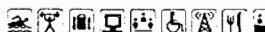


[Compare Hotel](#)

 [Hilton Garden Inn Mountain View](#)

840 East El Camino Real
Mountain View, California, USA, 94040
1-650-964-1700

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 [Hilton Garden Inn Napa](#)

3585 Solano Avenue
Napa, California, USA, 94558
1-707-252-0444

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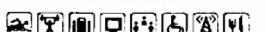


[Compare Hotel](#)

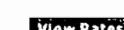
 [Hilton Garden Inn Oxnard/Camarillo](#)

2000 Solar Drive
Oxnard, California, USA, 93036
1-805-983-8600

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[Compare Hotel](#)

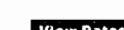
 [Hilton Garden Inn Palmdale](#)

1309 Rancho Vista Blvd
Palmdale, California, USA, 93551
1-661-266-4411

Add to Favorite Hotels



[Compare Hotel](#)



[Hilton Garden Inn Roseville](#) [Compare Hotel](#)

1951 Taylor Road
Roseville, California, USA, 95661
1-916-773-7171

 [Add to Favorite Hotels](#)[View Rates >](#) [Hilton Garden Inn Sacramento/South Natomas](#) [Compare Hotel](#)

2540 Venture Oaks Way
Sacramento, California, USA, 95833-3200
1-916-568-5400

 [Add to Favorite Hotels](#)[View Rates >](#) [Hilton Garden Inn San Diego Del Mar](#) [Compare Hotel](#)

3939 Ocean Bluff Avenue
San Diego, California, USA, 92130
1-858-720-9500

 [Add to Favorite Hotels](#)[View Rates >](#) [Hilton Garden Inn San Diego/Rancho Bernardo](#) [Compare Hotel](#)

17240 Bernardo Center Drive
San Diego, California, USA, 92128
1-858-676-1660

 [Add to Favorite Hotels](#)[View Rates >](#) [Hilton Garden Inn Oakland/San Leandro](#) [Compare Hotel](#)

510 Lewelling Boulevard
San Leandro, California, USA, 94579
1-510-346 5533

 [Add to Favorite Hotels](#)[View Rates >](#) [Hilton Garden Inn San Mateo](#) [Compare Hotel](#)

2000 Bridgepointe Circle
San Mateo, California, USA, 94404
1-650-522-9000

 [Add to Favorite Hotels](#)[View Rates >](#) [Hilton Garden Inn Sonoma County Airport](#) [Compare Hotel](#)

417 Aviation Boulevard
Santa Rosa, California, USA, 95403-1069
1-707-545-0444

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Page: 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23

 Select up to 4 hotels Compare Selected Hotels**Brand**

- Conrad Hotels
- Doubletree
- Embassy Suites Hotels
- Hampton Hotels
- Hilton Garden Inn
- Hilton Hotels
- Homewood Suites by Hilton
- Waldorf=Astoria Collection
- All Hilton Family Hotels

Hilton Garden Inn**[Hilton Garden Inn San Francisco Airport North](#)**

670 Gateway Blvd
South San Francisco, California, USA, 94080
1-650-872-1515

[Add to Favorite Hotels](#) Compare Hotel[View Rates](#)**Dates (optional)****Check-in** Day Month Year**Check-out** Day Month Year

Flexible Travel Dates?

[Search Again](#)[More Search Options](#)**[Hilton Garden Inn Valencia Six Flags](#)**

27710 The Old Road
Valencia, California, USA, 91355-1053
1-661-254-8800

[Add to Favorite Hotels](#) Compare Hotel[View Rates](#)**[Hilton Garden Inn Victorville](#)**

12603 Mariposa Road
Victorville, California, USA, 92395
1-760-952-1200

[Add to Favorite Hotels](#) Compare Hotel[View Rates](#)

Exhibit D



Hilton San Francisco

333 O'Farrell Street, San Francisco, California, United States 94102

Tel: 1-415-771-1400, Fax: 1-415-771-6807

Whether planning a Northern California vacation, an important business trip to the San Francisco area, or an international convention, Hilton San Francisco hotel offers the finest in California accommodation. Located just off Union Square and the Cable Cars in the heart of the city's restaurant, theater, and shopping districts, you can enjoy the world-famous sites of Union Square, Golden Gate Park and the world-famous Chinatown. This San Francisco hotel offers a full-service spa, luxury and expert service. Hospitality in the heart of the city -- Travel Should Take You Places!

For Your Business Convenience:

Audio/Visual Equipment Rental	Business Center
Computer workstations	Conference room rental
Dataphones with Web access	Express Mail
Fax	High-speed Internet service
Mail - regular, overnight	Meeting Rooms
Photo Copying Service	Printer
Secretarial service	Typewriter

Hilton Location:

World-class shopping. Historic cable cars. Dramatic theater and bustling farmers' markets. You can find all this and more just a short walk away from the Hilton San Francisco.

Parking:

Self Parking: 51.34 USD45.00 + 14.08% TAX

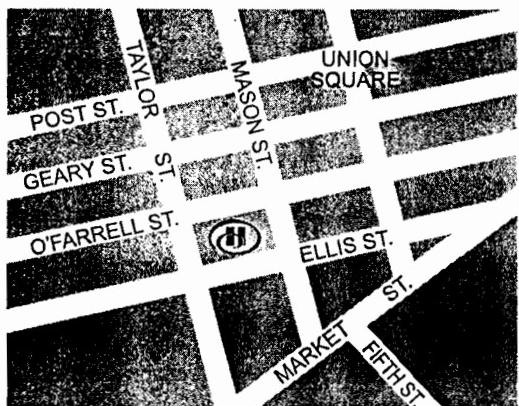
Valet Parking: 55.90 USD49.00 + 14.08% TAX

In/Out Privileges: Available

Secured: Available

Covered: Available

Parking Information: SLF.45.00 + SF HOTEL TAX OF 14.08% (\$51.34 TOTAL)



Leisure Facilities:

Relax and Rejuvenate in Spa Fusion

Fee based High-Speed Internet in all Rooms

While You're In Town:

Alcatraz - 2MI - N

American Conservatory Theater - 0.3MI

Biscuits & Blues - night club - 0.3MI

Cable cars - 2BLK - W

Chinatown - 1MI - NE

Curran Theatre - 0.3MI - N

Exploratorium - 3MI - NW

Family Plan:

Babysitting Service

Children's Menu

Crib

Family Package Offered

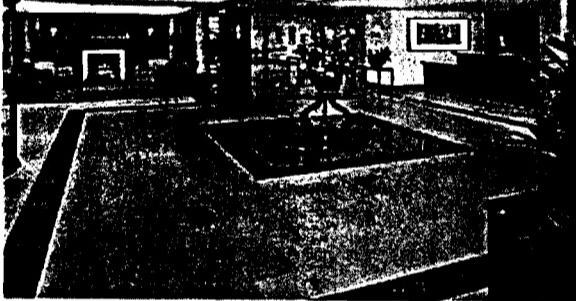
High chairs

In-room movies/parent control

Mini Refrigerators (per stay); 15.00 USD

Playpen

Rollaway Bed (per night); 25.00 USD



Hilton San Francisco Fisherman's Wharf

2620 Jones Street, San Francisco, California, United States 94133

Tel: 1-415-885-4700, Fax: 1-415-771-8945

The hills of San Francisco are alive with activities to suit every taste, and the Hilton San Francisco Fisherman's Wharf hotel is conveniently located near all the famous San Francisco attractions and areas. The Financial District, China Town, Union Square, Theatre District, AT&T Park, Cable Cars, the Golden Gate Bridge, Alcatraz and of course Fisherman's Wharf are all short distance from the property.

For Your Business Convenience

Audio/Visual Equipment Rental	Business Center
Express Mail	Fax
Meeting Rooms	Modem
Notary Public	Office Rental
Photo Copying Service	Printer
Secretarial Service	Video Conferencing Available

Features And Highlights

New 85 item Hilton Breakfast Buffet with omelets and eggs cooked to order - \$21.95++

24 Hour Fitness Passes available for purchase at the front desk

Enjoy a newly renovated fitness center with brand new Precor Fitness Equipment

Ride the Cable/Street Cars all day! Passports available for purchase at the front desk

Service And Amenities

Dining Facilities	Meeting Facilities
Business Center	Wireless Internet Access
Accessible Rooms	Fitness Center

While You'Re In Town

Alcatraz - 0.5MI - E

Asian Art Museum - 1.5MI - S

Berkeley - 35MI - E

Buena Vista Cafe - 0.1MI - W

Cable Cars - 0.1

Castro District - 2MI - W

Chinatown - 0.2MI - N

Hotel Location

The hills of San Francisco are alive with activities to suit every taste, and the Hilton San Francisco Fisherman's Wharf hotel is conveniently located near all the famous San Francisco attractions and areas. The Financial District, China Town, Union Square, Theatre District, AT&T Park, Cable Cars, the Golden Gate Bridge, Alcatraz and of course Fisherman's Wharf are all short distance from the property.

Parking:

Self Parking: 36.00 USD/guest \$36/overnight

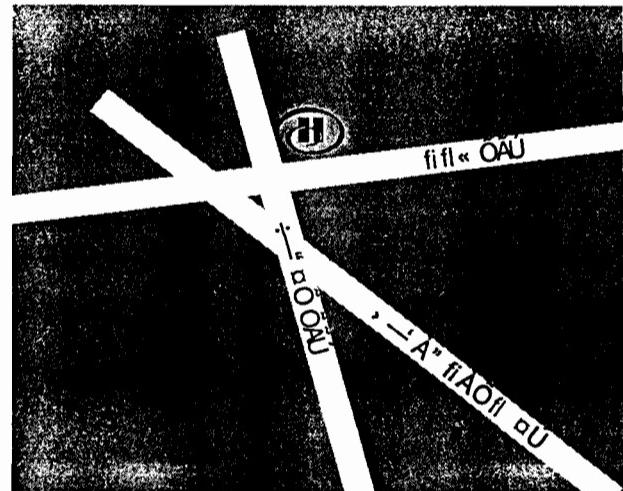
Valet Parking: 39.00 USD/guest \$39/overnight

In/Out Privileges: Available

Secured: Available

Covered: Available

Parking Information: 24 hrs. Nonguests -\$36 self / valet -\$39





Hilton San Francisco Financial District

750 Kearny Street, San Francisco, California, United States 94108

Tel: 1-415-433-6600, Fax: 1-415-765-7891

Soaring 27 stories over the "City by the Bay", the landmark Hilton San Francisco Financial District hotel offers stunning panoramic views from most of our 544 hotel guestrooms. Located in the center of the most exciting, bustling and culturally diverse area of San Francisco, California, the Hilton San Francisco Financial District hotel rests at the crossroads of the Financial District, Chinatown and North Beach, which is an easy walk to the San Francisco's most popular neighborhoods and attractions:

For Your Business Convenience

Audio/Visual Equipment Rental	Business Center
Business Phone Service	Cellular Phone Rental
Express Mail	Fax
Meeting Rooms	Modem
Notary Public	Photo Copying Service
Printer	Video Conferencing Available
Video Messaging	Video Phone

Features And Highlights

Complimentary Wireless Internet Available in Guestrooms & Public Space

Easy Walk to Fisherman's Wharf & Union Square

Service And Amenities

Dining Facilities	Pet Facilities
Meeting Facilities	Business Center
Wireless Internet Access	High Speed Internet Access
Accessible Rooms	Fitness Center

While You're In Town

AT&T Park - 1 MI - SE

Cable Car Line - 2 BLK - W

Chinatown - 0 BLK

Coit Tower - 8 BLK - N

Embarcadero Ctr (shop/dine) - 3 BLK - E

Ferry Building - 8 BLK - E

Financial District - 0 BLK

Hotel Location

The Hilton San Francisco Financial District sits at the crossroads of the city's three most exciting, historic, and culturally-diverse districts. Surrounded by the Financial District, the 'Wall Street of the West,' North Beach, named one of America's top neighborhoods, and the largest Chinatown outside of Asia, the hotel places guests in the center of the action. Enjoy the best of lively jazz, comedy clubs, fine international cuisine and shopping.

Parking:

Valet Parking: 47.00 USDPlus 14% Tax

In/Out Privileges: Available

Secured: Available

Covered: Available

Parking Information: Vehicles over 6'8 - \$50.00 parking charge



Hilton Oakland Airport

One Hegenberger Road, Oakland, California, United States 94621
Tel: 1-510-635-5000, Fax: 1-510-383-4062

The Hilton Oakland Airport hotel is located on 12 manicured acres, offering a resort-like setting with the convenience of being located less than a mile away from California's Oakland International Airport and two miles from the BART Transit System.

For Your Business Convenience

Audio/Visual Equipment Rental	Business Center
Business Phone Service	Express Mail
Fax	Meeting Rooms
Modem	Notary Public; 10.00 USD
Photo Copying Service	Printer

Features And Highlights

20 minutes from Downtown San Francisco
24 hour Business Center
Catch a televised sporting event in the Sports Edition Bar featuring 16 TVs
Less than 1 mile away from Oracle Arena and McAfee Coliseum

Service And Amenities

Dining Facilities	Pet Facilities
Meeting Facilities	Business Center
Wireless Internet Access	High Speed Internet Access
Accessible Rooms	Fitness Center
Pool	

While You'Re In Town

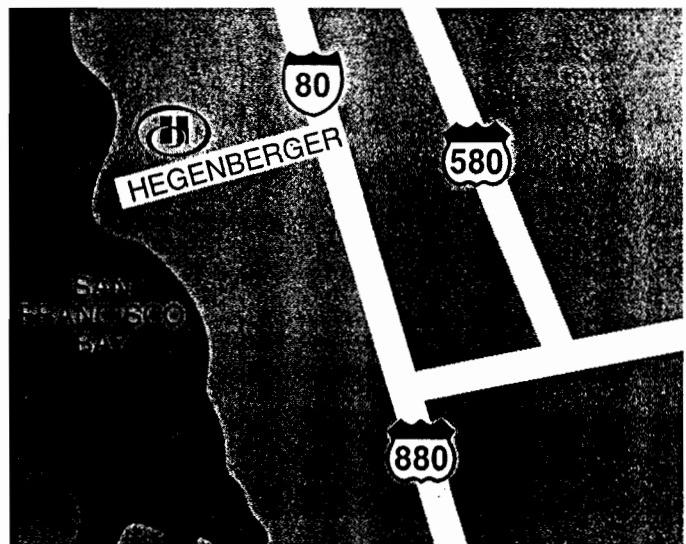
Alameda Ferry Service - 3 MI - W
Blue and Gold Ferry Service - 10 MI - W
Dunsmuir House - 8 MI - E
Jack London Square - 10 MI - N
Lake Merritt/Faryland - 10 MI - N
Marina Square - 5 MI - N
Marine World Africa USA - 25 MI - NE

Hotel Location

Nestled amid 10 acres of lush manicured grounds, the popular Hilton Oakland Airport is located 2 minutes outside the Oakland International Airport, San Francisco's East Bay Gateway to the Globe.

Parking:

Self Parking: 9.75 USD \$9.75 during stay
In/Out Privileges: Available
Secured: Available
Parking Information: \$9.75 registered gst/\$11.50 non-registered gst





Hilton Concord

1970 Diamond Blvd, Concord, California, United States 94520-5718

Tel: 1-925-827-2000, Fax: 1-925-827-2113

Discover the Hilton Concord hotel centrally located in the beautiful East Bay of Northern California! The Hilton Concord hotel is only one mile from Bay Area Rapid Transit - BART and located minutes away from San Francisco and Oakland.

For Your Business Convenience

Audio/Visual Equipment Rental	Business Center
Express Mail	Fax: 5.00 USD
Meeting Rooms	Photo Copying Service
Printer	

Features And Highlights

Six Flags Discovery Kingdom just 17 miles from the Hilton Concord. Packages available.

Willow Pass Shopping Center next to the Hilton Concord. Shopping packages available.

Complimentary shuttle to and from the Concord Bart Station.

Located next to Waterworld California.

Service And Amenities

Dining Facilities	Whirlpool
Meeting Facilities	Business Center
Wireless Internet Access	High Speed Internet Access
Accessible Rooms	Fitness Center
Pool	

While You'Re In Town

BUCHANAN AIRFIELD - 0.5 MI

BUCHANAN GOLF COURSE - 1 MI - S

COWELL PARK - 3 MI - W

HEATHER FARMS - 6 MI - N

LINDSEY WILDLIFE MUSEUM - 6 MI - N

MCAFEE COLISEUM - Oakland Raiders - 29 MI - S

MONSTER PARK - San Francisco 49ers - 40 MI - SW

Hotel Location

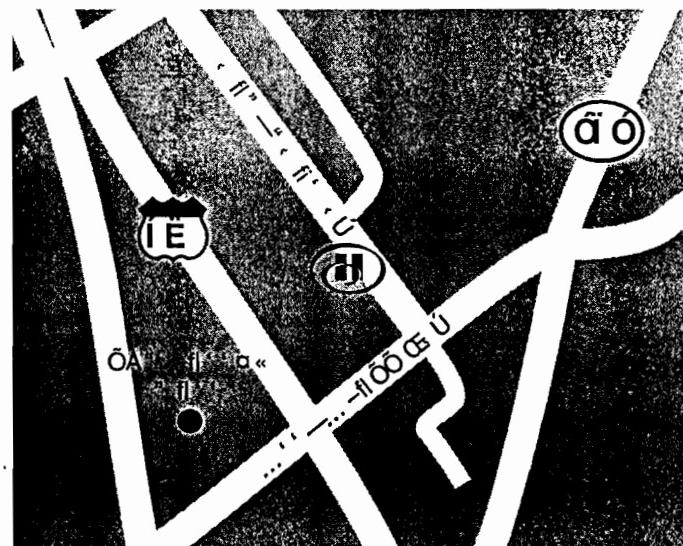
The Concord Hilton, a 3-Diamond property, is well-located on a 7.42 acre parcel at 1970 Diamond Boulevard in Concord, California. approximately 35 minutes Northeast of San Francisco. The hotel is easily accessible by automobile via Interstate-680.

Parking:

Self Parking: Complimentary

In/Out Privileges: Available

Parking Information: Free





Hilton Pleasanton at The Club

7050 Johnson Dr, Pleasanton, California, United States 94588-3396

Tel: 1-925-463-8000, Fax: 1-925-463-3801

The Hilton Pleasanton at The Club hotel is a Three-Diamond, full service hotel conveniently situated at the gateway to the San Francisco Bay Area, the Silicon Valley and nestled in the Tri-Valley area in Pleasanton, California. Easily accessible at the intersection of I-580 and I-680, the Hilton Pleasanton at The Club hotel is just minutes away from the Stoneridge Mall and the Hacienda and Bishop Ranch Business Parks, 17 miles from Oakland International Airport, 33 miles from the San Francisco International Airport and 35 miles from the San Jose International Airport.

For Your Business Convenience

Audio/Visual Equipment Rental	Business Center
Express Mail	Fax
Meeting Rooms	Modem
Office Rental	Photo Copying Service
Printer	Secretarial Service
Video Conferencing Available	

Features And Highlights

Onsite dining available at the Players Restaurant - serving breakfast, lunch and dinner

Courtesy transportation available within 5 mile radius

Complimentary access to Club Sport

Just 5 miles away from the Alameda County Fair Grounds

Service And Amenities

Dining Facilities	Whirlpool
Meeting Facilities	Business Center
Wireless Internet Access	High Speed Internet Access
Accessible Rooms	Fitness Center
Pool	Tennis

While You're In Town

Alameda Fairground - 4 MI - S

Black Hawk Museum - 8 MI - N

Lake Del Val State Park - 8 MI - E

Livermore Wineries - 10 MI - E

Mount Diablo State Park - 10 MI - N

Poppy Ridge Golf Course - 10 MI - E

San Francisco - 35 MI - W

Hotel Location

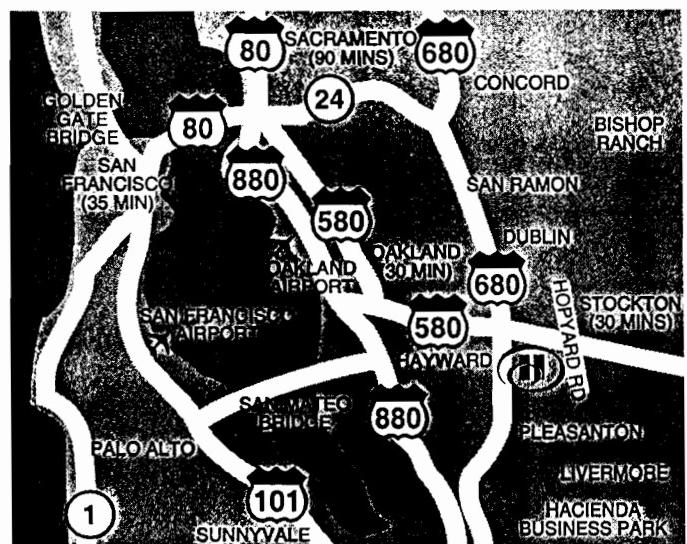
This three Diamond upscale hotel is located at the crossroads of two major highways (580 & 680), just 35 miles South-East of San Francisco. Located in the "Tri Valley" area which includes Pleasanton, San Ramon, Dublin, and Livermore. Near Hacienda Business Park, Stoneridge Mall and just minutes away from golfing and Livermore Valley Wineries.

Parking:

Self Parking: Call hotel for information

In/Out Privileges: Available

Parking Information: Complimentary





Hilton Newark/Fremont

39900 Balentine Drive, Newark, California, United States 94560-0564

Tel: 1-510-490-8390, Fax: 1-510-651-7828

The Hilton Newark/Fremont hotel offers superb Three-Diamond full-service accommodations where personal service and comfort will give each guest a memorable experience. Our beautiful hotel is located halfway between Oakland and San Jose, California in the bustling East Bay Silicon Valley. We are minutes away from Stanford University, the University of California at Berkley, California State University East Bay, and San Jose State University, as well as numerous junior colleges. If your leisure time allows, please make The New Park Mall a priority for all of your retail shopping needs. This mall, located less than .25 mile from the hotel, features anchor stores such as Macy's, Mervyn's, Sears, Target, and JC Penny, plus 150 specialty shops. The hotel is also within walking distance of more than 15 restaurants that offer ethnic cuisine from Japan, China, Mexico, Greece, and Italy.

For Your Business Convenience

Audio/Visual Equipment Rental	Business Center
Fax	Meeting Rooms
Modem	Notary Public
Photo Copying Service	Printer
Typewriter	

Features And Highlights

Enter a world of recognition and rewards at more than 2,700 hotels worldwide.
to find out more.

Service And Amenities

Dining Facilities	Whirlpool
Meeting Facilities	Business Center
Wireless Internet Access	Accessible Rooms
Fitness Center	Pool

While You're In Town

DOWNTOWN SAN FRANCISCO - 45 MI - N
GOLDEN GATE BRIDGE - 50 MI - N
LIVERMORE WINE COUNTRY - 12 MI - E
MISSION SAN JOSE - 5 MI - E
PARAMOUNT'S GREAT AMERICA - 15 MI - S

Hotel Location

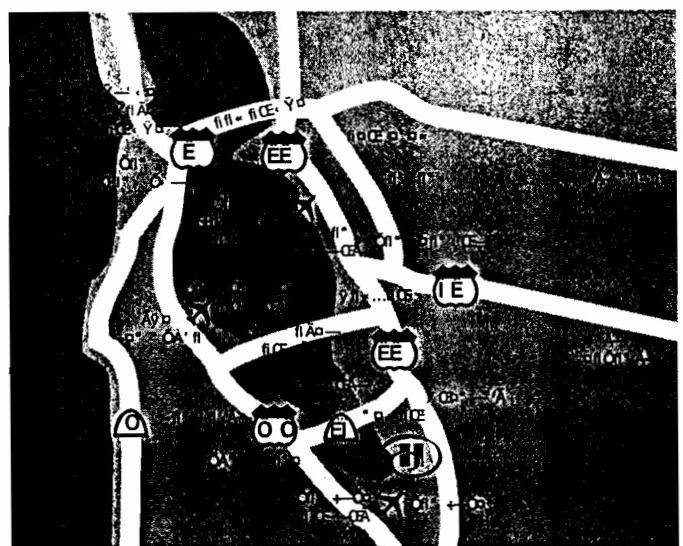
The hotel is located in the north San Jose area off the Interstate-880 at the Stevenson Boulevard exit. The hotel is situated only 20 minutes from the San Jose International Airport, 30 minutes from San Francisco Airport & 20 minutes from Oakland Airport.

Parking:

Self Parking: Complimentary

In/Out Privileges: Available

Parking Information: Hotel not responsible for vehicles





Hilton San Jose

300 Almaden Boulevard, San Jose, California, United States 95110

Tel: 1-408-287-2100, Fax: 1-408-947-4489

The Hilton San Jose hotel is located in the heart of Silicon Valley, connected to the San Jose McEnery Convention Center and only three miles from the Mineta San Jose International Airport. The Hilton San Jose is in the heart of a bustling city flourishing with industry, culture, and beauty, rich with history and a vibrant night life. The Hilton San Jose hotel is within easy walking distance of the San Jose Museum of Art, the HP Pavilion - home of the San Jose Sharks, and myriad restaurants, theatres, and shops.

For Your Business Convenience

Audio/Visual Equipment Rental	Business Center
Business Phone Service	Complimentary Printing Service
Dictation Machines	Express Mail
Fax	Meeting Rooms
Modem	Office Rental: 250.00 USD
Photo Copying Service	Printer
Secretarial Service	Typewriter
Video Conferencing Available	

Features And Highlights

Enter a world of recognition and rewards at more than 2,700 hotels worldwide.
to find out more.

Service And Amenities

Dining Facilities	Pet Facilities
Whirlpool	Meeting Facilities
Business Center	Wireless Internet Access
High Speed Internet Access	Accessible Rooms
Fitness Center	Pool

While You'Re In Town

- Great America Theme Park - 7 MI - NW
- Center for Performing Arts - 1 BLK - N
- Children's Discovery Museum - 1 BLK - W
- Hiller Aviation Museum - 35 MI - N
- Intel Museum - 5 MI - N
- Japan Town - 6 BLK - S
- Lick Observatory - 30 MI - N

Hotel Location

Exciting downtown location, connected to the McEnery Convention Center, within walking distance to attractions, theatre and restaurants. Hilton San Jose hotel is within short distance of freeway 101, 280 and highway 87. 45 min. south of San Francisco and 1hour north of Monterey and Carmel.

Parking:

Self Parking: 18.00 USD In & Out Privileges

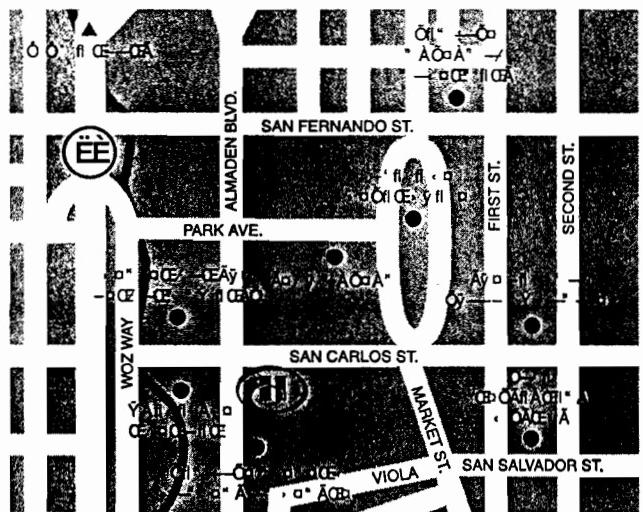
Valet Parking: 23.00 USD In & Out Privileges

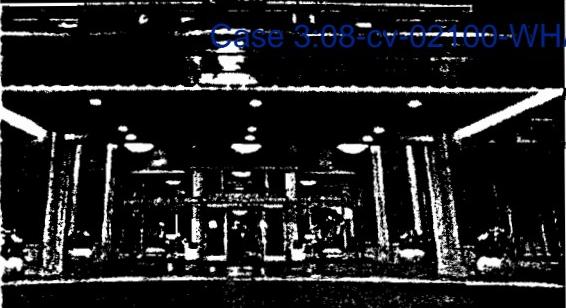
In/Out Privileges: Available

Secured: Available

Covered: Available

Parking Information: Overnight Guest Pricing / In & Out Priviledges





Hilton Santa Clara

4949 Great America Parkway, Santa Clara, California, United States 95054

Tel: 1-408-330-0001, Fax: 1-408-562-6736

The Hilton Santa Clara hotel is a luxury California hotel in the heart of Silicon Valley, California. This four-diamond hotel is located across the street from the Santa Clara Convention Center and next to California's Great America Theme Park. For guests of the Hilton Santa Clara hotel who desire upgraded amenities, we offer executive level rooms featuring a dedicated concierge desk and an executive lounge that offers complimentary continental breakfast and an evening reception.

For Your Business Convenience

Audio/Visual Equipment Rental	Business Center
Business Phone Service	Express Mail
Fax	Meeting Rooms
Modem	Photo Copying Service
Printer	Secretarial Service
Video Conferencing Available	

Features And Highlights

Complimentary Business Center and Self Service Check-in with our Kiosk

Lobby Coffee Bar serving Starbucks® Coffee

Service And Amenities

Dining Facilities	Whirlpool
Meeting Facilities	Business Center
Wireless Internet Access	High Speed Internet Access
Accessible Rooms	Fitness Center
Pool	

While You'Re In Town

Mercado Center - 2 MI - N

NASA Space Camp - 4 MI - W

Great America Theme Park - 1 BLK - S

Great Mall - 3 MI - S

San Jose Arena - 6 MI - SW

Santa Clara Golf & Tennis - 1 BLK - S

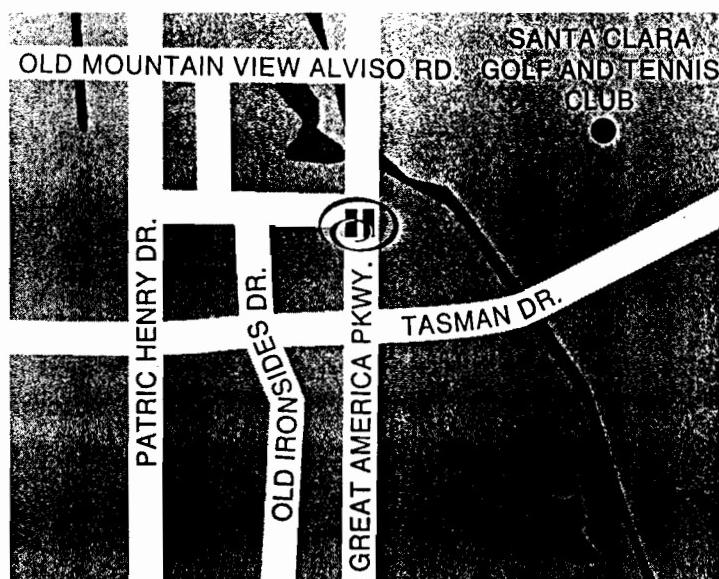
Santa Clara Int'l Swim Facility - 2 MI - E

Hotel Location

Convenient location, just steps away from the Santa Clara Convention Center, adjacent to Paramount's Great America Theme Park, in the heart of Silicon Valley and at the intersection of Great America Parkway and Tasman. Close proximity to several Silicon Valley Companies and corporate headquarters.

Parking:

Self Parking: Complimentary





Hilton Santa Cruz/Scotts Valley

6001 La Madrona Drive, Santa Cruz, California, United States 95060

Tel: 1-831-440-1000, Fax: 1-831-440-1111

[About the Hilton Santa Cruz/Scotts Valley Hotel - Hilton](#)

For Your Business Convenience

Audio/Visual Equipment Rental	Business Center
Express Mail	Fax: 1.00 USD
Meeting Rooms	Notary Public
Office Rental	Photo Copying Service
Printer	Secretarial Service

Features And Highlights

Complimentary Internet Access
Outdoor Pool, Whirlpool Spa, and Fitness Center
Business Center

Service And Amenities

Dining Facilities	Pet Facilities
Whirlpool	Meeting Facilities
Business Center	Wireless Internet Access
High Speed Internet Access	Accessible Rooms
Fitness Center	Pool

While You're In Town

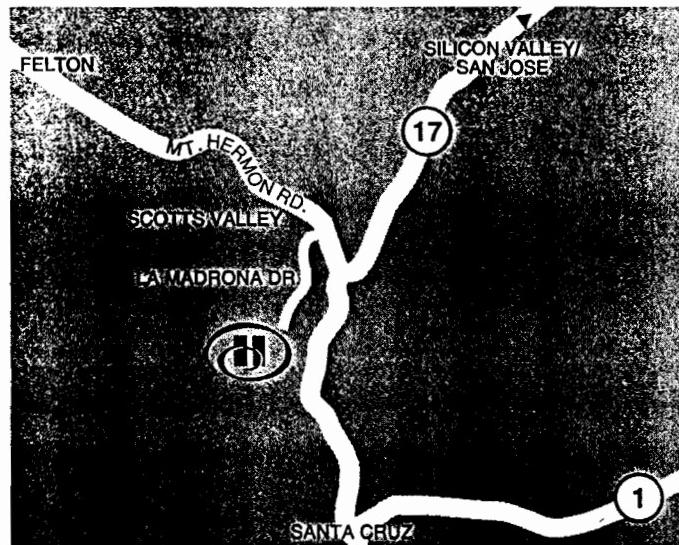
Big Basin State Park - 15 MI - N
Henry Cowell Redwood State Park - 3 MI - W
Monterey-Carmel - 60 MI - S
Mystery Spot - 3 MI - E
Pasatiempo Golf Club - 1 MI - S
Roaring Camp Railroad - 2 MI - W
Santa Cruz Beach and Boardwalk - 5 MI - S

Hotel Location

100% Non-Smoking hotel nestled in Santa Cruz mountains and minutes from the Santa Cruz Beach and Boardwalk. booking House room types does not guarantee bed type.

Parking:

Self Parking: complimentary
Valet Parking: complimentary
In/Out Privileges: Available





Hilton Sonoma Wine Country

3555 Round Barn Blvd., Santa Rosa, California, United States 95403

Tel: 1-707-523-7555, Fax: 1-707-569-5555

Stomp grapes, indulge in good wine and enjoy the scenery of the Napa and Sonoma wine countries. The resort-like, pet-friendly, 100% non-smoking Hilton Sonoma Wine Country hotel is ideally located in this lushly renowned area.

For Your Business Convenience

Audio/Visual Equipment Rental	Business Center
Complimentary Printing Service	Express Mail
Fax	Meeting Rooms
Modem	Photo Copying Service
Printer	Video Conferencing Available

Features And Highlights

Close Proximity to 140 Sonoma Wineries

Wells Fargo Center for the Arts is 2.5 miles north on Mark West Springs Road

Seasonal Complimentary Wine Tasting

Complete Six Million Dollar Renovation

Service And Amenities

Dining Facilities	Pet Facilities
Whirlpool	Meeting Facilities
Business Center	Wireless Internet Access
High Speed Internet Access	Accessible Rooms
Fitness Center	Pool

While You're In Town

Alles Day Spa - 3 MI - S

Bodega Bay/ North Coast - 20 MI - W

Charles Schulz Museum - 3 MI - W

Coldwater Creek Day Spa - 3 MI - SE

Fountaingrove Golf Course - 2 MI - E

Howarth Park/Spring Lake - 4 MI - S

Infineon Raceway - 35 MI - SE

Hotel Location

65 Miles North of San Francisco off Highway 101. Located in the North end of the city of Santa Rosa. 20 miles from the city of Sonoma. In the Heart of Sonoma County. 12 miles South of Healdsburg. 65 miles North of Oakland. 25 miles from Bodega Bay.

Parking:

Self Parking: 0

Parking Information: Complimentary

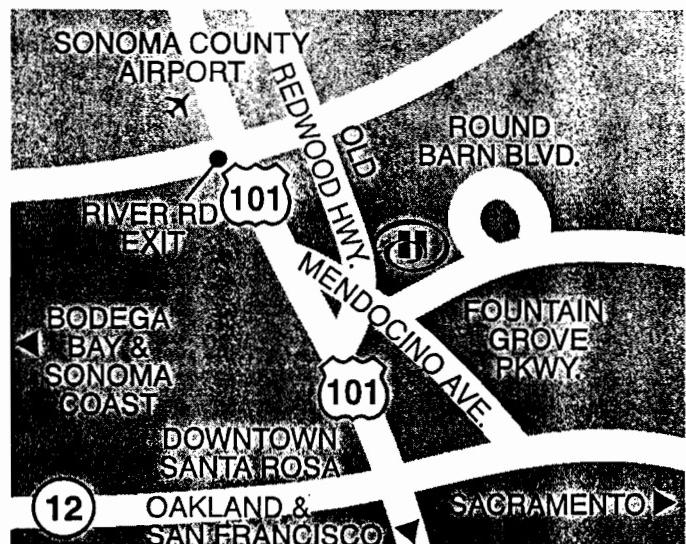


Exhibit E



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Hilton Hotels Corporation

We have a real partner in HMS."

Kenneth H. Fearn, Managing Partner
Integrated Capital

Simply the finest, most comprehensive hotel management services in the world.

When you trust your hospitality goals to Hilton Management Services (HMS) you can be assured of superior resources and unprecedented, individual attention to you and your investment. We take the time to understand your specific needs and to identify the greatest possible opportunities available to your property.

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in numbers.

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Marketing, Advertising & Communications

Revenue Management

Finance Management

Food & Beverage

Human Resources

Owner Relations

Design and Construction

Legal Support

Hilton Supply Management

Operations

Hilton Management Services supports and operates your hotel with a comprehensive network of resources. Whether you are building a new property from the ground up, renovating, re-branding an existing hotel or simply improving your day-to-day performance, we offer the ability to ensure that operational efficiencies and productivity levels contribute to the improved performance and success of your hotel. Well versed in all operational disciplines, we manage properties ranging from 40 to over 3,000 rooms by tailoring our services to fit your specific needs.

As a member of the Hilton Family of hotels, you already receive various benefits from our brand resources, worldwide sales force and participation in the Hilton HHonors program. With our intimate knowledge of these programs and resources, HMS is able to enhance and leverage them in ways that no other operator can. Through leadership and our vast underlying support structures, we orient our associates to the Hilton culture and provide consistent on-going training with measurable benefits, incentives and operational solutions that help drive solid unit level results. With the "inside track" on the latest worldwide Hilton services and how best to utilize them to maximize profitability, HMS has demonstrated a successful track record in value creation by staying focused on the basics for both institutional owners and individual entrepreneurs.

Turning to Hilton Management Services ensures that your entire team is in place and operating within brand standards in record time.



"As they wear the hats of both owner and operator,

HMS has the rare ability to generate "top line" results
while ensuring "bottom line" profits are achieved."

Richard Mitchell, Sr. Vice President – Asset Management
Equity Inn, Inc.



Management Services

Hilton Supply Management

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As your management team cost savings is our number one priority in delivering more top line success straight to your bottom line. We explore and evaluate all avenues of potential savings whether purchases are handled through local discount suppliers, or the proven purchasing power of Hilton Supply Management, one of the world's largest and most respected hospitality supply companies. Hilton Supply Management offers additional benefits exclusively to our managed hotels. You can always bet your property procurement needs are handled and savings are passed directly on to you.